

**AMENDMENTS TO THE CLAIMS**

The following listing of claims replaces all prior versions and listing of claims in the application.

1. (Previously Amended) A method of inhibiting apoptosis in a subject, comprising: administering a therapeutically effective amount of at least one serine protease inhibitor in which the effective amount inhibits apoptosis; wherein the subject suffers from at least one of neurodegenerative disease, myocardial infarction, stroke, Alzheimer's disease, arthritis, muscular dystrophy, Downs Syndrome, multiple sclerosis, arteriosclerosis, diabetes, autoimmune disease, or ischemia-reperfusion injury.
2. (Original) The method of Claim 1 further comprising monitoring a decrease in apoptosis.
3. (Previously Amended) The method of Claim 1, in which the serine protease inhibitor is  $\alpha_1$ -antitrypsin, oxidation-resistant or free radical-resistant Met<sup>358</sup> variants thereof.
4. (Previously Amended) The method of Claim 3 in which the effective amount is at least .001 and no greater than 70 g/kg body weight.
5. (Withdrawn) The method of Claim 1, in which the serine protease inhibitor is a substituted oxydiazole, thiadiazole, triazole peptoids, or combinations thereof.
6. (Withdrawn) The method of Claim 5, in which the serine protease inhibitor is derivatized by esterification, acetylation, or amidation, and wherein the derivatized serine protease inhibitor retains the inhibitory activity.
7. (Original) The method of Claim 1, further comprising administering at least one free radical scavenger or inhibitor.
8. (Withdrawn) The method of Claim 1, in which the serine protease inhibitor is selected from the group consisting of:
  - i. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

- ii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(2-phenylethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- iii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(2-methoxybenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- iv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(trifluoromethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- v. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(methyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- vi. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(difluoromethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- vii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(benzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- viii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-methoxybenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- ix. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(2,6-difluorobenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- x. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(trans-styryl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xi. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(trans-4-trifluoromethylstyryl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(trans-4-methoxystyryl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xiii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-thienylmethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xiv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(phenyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-phenylpropyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide.
- xvi. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide (also known as CE-2072);

xvii. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(3-(methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xviii. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(5-(methyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xix. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(5-(3-trifluoromethylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xx. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(5-(4-dimethylaminobenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxi. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(5-(1-naphthyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxii. (benzyloxycarbonyl)-L-valyl-[1-(3-(5-(3,4-methylenedioxybenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxiii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3,5-dimethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxiv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3,5-dimethoxybenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3,5-ditrifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxvi. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-methylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxvii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(biphenylmethine)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxviii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(4-phenylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxix. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-phenylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxx. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-phenoxybenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxxi. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(cyclohexylmethylene)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxxii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-trifluoromethyldimethylmethylen)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxxiii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(1-naphthylmethylene)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxxiv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-pyridylmethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxxv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3,5-diphenylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxxvi. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(4-dimethylaminobenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxxvii. 2-[5-[(benzyloxycarbonyl)amino]-6-oxo-2-(4-fluorophenyl)-1,6-dihydro-1-pyrimidinyl]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-(S)-2-methylpropyl]acetamide;

xxxviii. 2-(5-amino-6-oxo-2-(4-fluorophenyl)-1,6-dihydro-1-pyrimidinyl]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

xxxix. 2-[5-[(benzyloxycarbonyl)amino]-6-oxo-2-(4-fluorophenyl)-1,6-dihydro-1-pyrimidinyl]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-(S)-2-methylpropyl]acetamide;

xl. 2-[5-amino-6-oxo-2-(4-fluorophenyl)-1,6-dihydro-1-pyrimidinyl]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-methylpropyl]acetamide;

xli. (pyrrole-2-carbonyl)-N-(benzyl)glycyl-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]amide;

xlii. (pyrrole-2-carbonyl)-N-(benzyl)glycyl-N-[1-(3-(5-(3-trifluoromethylbenzyl)(1,2,4-oxadiazolyl)-(S)-methylpropyl]amide;

xliii. (2S,5S)-5-amino-1,2,4,5,6,7-hexahydroazepino-[3,2,1]-indole-4-one-carbonyl-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-(R,S)-2-methylpropyl]amide;

xliv. BTD-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]amide;

xlv. (R,S)-3-amino-2-oxo-5-phenyl-1,4-benzodiazepine-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

xlvi. (benzyloxycarbonyl)-L-valyl-2-L-(2,3-dihydro-1H-indole)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]amide;

xlvii. (benzyloxycarbonyl)-L-valyl-2-L-(2,3-dihydro-1H-indole)-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]amide;

xlviii. acetyl-2-L-(2,3-dihydro-1H-indole)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]amide;

xlix. 3-(S)-(benzyloxycarbonyl)amino- $\epsilon$ -lactam-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

l. 3-(S)-(amino)- $\epsilon$ -lactam-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide trifluoroacetic acid salt;

li. 3-(S)-[(4-morpholinocarbonyl-butanoyl)amino]- $\epsilon$ -lactam-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(R,S)-methylpropyl]acetamide;

lii. 6-[4-fluorophenyl]- $\epsilon$ -lactam-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

liii. 2-(2-(R,S)-phenyl-4-oxothiazolidin-3-yl)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

liv. 2-(2-(R,S)-phenyl-4-oxothiazolidin-3-yl)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl(hydroxymethyl)-2-(S)-methylpropyl]acetamide;

lv. 2-(2-(R,S)-benzyl-4-oxothiazolidin-3-yl)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lvi. 2-(2-(R,S)-benzyl-4-oxothiazolidin-3-yloxide]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(R,S)-methylpropyl]acetamide;

lvii. (1-benzoyl-3,8-quinazolinedione)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lviii. (1-benzoyl-3,6-piperazinedione)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lix. (1-phenyl-3,6-piperazinedione)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lx. (1-phenyl-3,6-piperazinedione)-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)]-2-(S)-methylpropyl]acetamide;

- lxii. 3-[(benzyloxycarbonyl)amino]-quinolin-2-one-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxiii. 3-[(benzyloxycarbonyl)amino]-7-piperidinyl-quinolin-2-one-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxiv. 3-(carbomethoxy-quinolin-2-one)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxv. 3-[(4-morpholino)aceto]amino-quinolin-2-one-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxvi. 3,4-dihydro-quinolin-2-one-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxvii. 1-acetyl-3-(4-fluorobenzylidene)piperazine-2,5-dione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxviii. 1-acetyl-3-(4-dimethylaminobenzylidene)piperazine-2,5-dione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxix. 1-acetyl-3-(4-carbomethoxybenzylidene)piperazine-2,5-dione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxx. 1-acetyl-3-[(4-pyridyl)methylene]piperazine-2,5-dione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxxi. 4-[1-benzyl-3-(R)-benzyl-piperazine-2,5-dione]-N-[1-(2-[5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxxii. 4-[1-benzyl-3-(S)-benzylpiperazine-2,5-dione]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxxiii. 4-[1-benzyl-3(R)-benzylpiperazine-2,5-dione]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxxiv. 4-[1-benzyl-3-(S)-benzylpiperazine-2,5-dione]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;
- lxxv. 4-[1-benzyl-3-(S)-benzylpiperazine-2,5-dione]-N-[1-(3-(5-(2-dimethylaminoethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxvi. 4-[1-methyl-3-(R,S)-phenylpiperazine-2,5-dione]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxvii. 4-[methyl-3-(R,S)-phenylpiperazine-2,5-dione]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxviii. 4-[1-(4-morpholinoethyl)-3-(R)-benzylpiperazine-2,5-dione]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxix. 5-(R,S)-phenyl-2,4-imidazolidinedione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxx. 5-(R)-benzyl-2,4-imidazolidinedione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxxi. 5-(S)-benzyl-2,4-imidazolidinedione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxxii. 5-(S)-benzyl-2,4-imidazolidinedione-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxxiii. 5-(R)-benzyl-2,4-imidazolidinedione-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxxiv. 1-benzyl-4-(R)-benzyl-2,5-imidazolidinedione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxxv. 1-benzyl-4-(R)-benzyl-2,5-imidazolidinedione-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;  
pharmaceutically acceptable salts thereof;

and combinations thereof.

9. (Withdrawn) The method of Claim 8, in which the effective amount is at least 0.001 and no greater than 70 g/kg body weight.

10. (Original) The method of Claim 1, in which the subject is a human.

11. (Canceled)

12. (Previously Amended) The method of Claim 1, in which the therapeutically effective amount is sufficient to provide at least 10 pM and no greater than 2 mM of the inhibitor in the biological fluid of the subject.

13. (Original) The method of Claim 12, in which the biological fluid is blood.
14. (Previously Amended) The method of Claim 1, in which the therapeutically effective amount is sufficient to provide at least .5  $\mu$ M and no greater than 2000  $\mu$ M in the biological fluid of the subject.
15. (Original) The method of Claim 1, in which the administering is parenterally, orally, vaginally, rectally, nasally, buccally, intravenously, intramuscularly, subcutaneously, intrathecally, epidurally, transdermally, intracerebroventricularly, by osmotic pump, or combinations thereof.
16. (Previously Amended) The method of Claim 1, in which the therapeutically effective amount is administered at least once daily and no more than once hourly.
17. (Original) The method of Claim 2, in which the monitoring is performed on a biopsy from the subject.
- 18.-22. (Canceled)
23. (Withdrawn) The method of Claim 25, in which the serine protease inhibitor is derivatized by esterification, acetylation, or amidation, and wherein the derivatized serine protease inhibitor retains the inhibitory activity.
24. (Withdrawn) The method of Claim 25, wherein the at least one cell is a cell of a subject, and wherein the amount is sufficient to bring the concentration of serine protease inhibitor in the subject's blood to at least .5  $\mu$ M and no greater than 200  $\mu$ M.
25. (Withdrawn) A method of inhibiting apoptosis, comprising providing a serine protease inhibitor to at least one cell and measuring a decrease in apoptosis, wherein the serine protease inhibitor is an oxidation-resistant or free radical-resistant variant of  $\alpha_1$ -antitrypsin; or:
  - i. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
  - ii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(2-phenylethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
  - iii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(2-methoxybenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
  - iv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(trifluoromethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

- v. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(methyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)- methylpropyl]-L-prolinamide;
- vi. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(difluoromethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- vii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(benzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- viii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-methoxybenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)- methylpropyl]-L-prolinamide;
- ix. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(2,6-difluorobenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- x. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(trans-styryl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xi. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(trans-4-trifluoromethylstyryl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(trans-4-methoxystyryl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xiii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-thienylmethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xiv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(phenyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-phenylpropyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide.
- xvi. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide (also known as CE-2072);
- xvii. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(3-(methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xviii. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(5-(methyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xix. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(5-(3-trifluoromethylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

- xx. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(5-(4-dimethylaminobenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xi. (benzyloxycarbonyl)-L-valyl-N-[1-(2-(5-(1-naphthylenyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxii. (benzyloxycarbonyl)-L-valyl-[1-(3-(5-(3,4-methylenedioxybenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxiii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3,5-dimethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxiv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3,5-dimethoxybenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3,5-dtrifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxvi. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-methylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxvii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(biphenylmethine)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxviii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(4-phenylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxix. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-phenylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxx. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-phenoxybenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxxi. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(cyclohexylmethylen)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxxii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-trifluoromethyldimethylmethylen)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxxiii. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(1-naphthylmethylen)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;
- xxxiv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3-pyridylmethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxxv. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(3,5-diphenylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxxvi. (benzyloxycarbonyl)-L-valyl-N-[1-(3-(5-(4-dimethylaminobenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]-L-prolinamide;

xxxvii. 2-(5-[(benzyloxycarbonyl)amino]-6-oxo-2-(4-fluorophenyl)-1,6-dihydro-1-pyrimidinyl]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-(S)-2-methylpropyl]acetamide;

xxxviii. 2-(5-amino-6-oxo-2-(4-fluorophenyl)-1,6-dihydro-1-pyrimidinyl]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

xxxix. 2-[5-[(benzyloxycarbonyl)amino]-6-oxo-2-(4-fluorophenyl)-1,6-dihydro-1-pyrimidinyl]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-(S)-2-methylpropyl]acetamide;

xl. 2-[5-amino-6-oxo-2-(4-fluorophenyl)-1,6-dihydro-1-pyrimidinyl]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-methylpropyl]acetamide;

xli. (pyrrole-2-carbonyl)-N-(benzyl)glycyl-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]amide;

xlii. (pyrrole-2-carbonyl)-N-(benzyl)glycyl-N-[1-(3-(5-(3-trifluoromethylbenzyl)(1,2,4-oxadiazolyl)-(S)-methylpropyl]amide;

xliii. (2S,5S)-5-amino-1,2,4,5,6,7-hexahydroazepino-[3,2,1]-indole-4-one-carbonyl-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-(R,S)-2-methylpropyl]amide;

xliv. BTD-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]amide;

xlv. (R,S)-3-amino-2-oxo-5-phenyl-1,4-benzodiazepine-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

xlvi. (benzyloxycarbonyl)-L-valyl-2-L-(2,3-dihydro-1H-indole)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]amide;

xlvii. (benzyloxycarbonyl)-L-valyl-2-L-(2,3-dihydro-1H-indole)-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]amide;

xlviii. acetyl-2-L-(2,3-dihydro-1H-indole)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]amide;

xlix. 3-(S)-(benzyloxycarbonyl)amino)- $\epsilon$ -lactam-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

l. 3-(S)-(amino)- $\epsilon$ -lactam-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide trifluoroacetic acid salt;

li. 3-(S)-[(4-morpholinocarbonyl-butanoyl)amino]- $\epsilon$ -lactam-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(R,S)-methylpropyl]acetamide;

lii. 6-[4-fluorophenyl]- $\epsilon$ -lactam-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

liii. 2-(2-(R,S)- phenyl-4-oxothiazolidin-3-yl]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

liv. 2-(2-(R,S)-phenyl-4-oxothiazolidin-3-yl]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl(hydroxymethyl)-2-(S)-methylpropyl]acetamide;

lv. 2-(2-(R,S)-benzyl-4-oxothiazolidin-3-yl]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lvi. 2-(2-(R,S)-benzyl-4-oxothiazolidin-3-yloxide]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(R,S)-methylpropyl]acetamide;

lvii. (1-benzoyl-3,8-quinazolinedione)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lviii. (1-benzoyl-3,6-piperazinedione)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lix. (1-phenyl-3,6-piperazinedione)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lx. (1-phenyl-3,6-piperazinedione)-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)]-2-(S)-methylpropyl]acetamide;

lxi. 3-[(benzyloxycarbonyl)amino]-quinolin-2-one-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxii. 3-[(benzyloxycarbonyl)amino]-7-piperidinyl-quinolin-2-one-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxiii. 3-(carbomethoxy-quinolin-2-one-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxiv. 3-(amino-quinolin-2-one)-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxv. 3-[(4-morpholino)aceto]amino-quinolin-2-one-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxvi. 3,4-dihydro-quinolin-2-one-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxvii. 1-acetyl-3-(4-fluorobenzylidene)piperazine-2,5-dione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxviii. 1-acetyl-3-(4-dimethylaminobenzylidene)piperazine-2,5-dione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxix. 1-acetyl-3-(4-carbomethoxybenzylidene)piperazine-2,5-dione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxx. 1-acetyl-3-[(4-pyridyl)methylene]piperazine-2,5-dione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxi. 4-[1-benzyl-3-(R)-benzyl-piperazine-2,5-dione]-N-[1-(2-[5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxii. 4-[1-benzyl-3-(S)-benzylpiperazine-2,5-dione]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxiii. 4-[1-benzyl-3(R)-benzylpiperazine-2,5-dione]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxiv. 4-[1-benzyl-3-(S)-benzylpiperazine-2,5-dione]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxv. 4-[1-benzyl-3-(S)-benzylpiperazine-2,5-dione]-N-[1-(3-(5-(2-dimethylaminoethyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxvi. 4-[1-methyl-3-(R,S)-phenylpiperazine-2,5-dione]-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxvii. 4-[methyl-3-(R,S)-phenylpiperazine-2,5-dione]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxviii. 4-[1-(4-morpholinoethyl)-3-(R)-benzylpiperazine-2,5-dione]-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxix. 5-(R,S)-phenyl-2,4-imidazolidinedione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxx. 5-(R)-benzyl-2,4-imidazolidinedione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxxi. 5-(S)-benzyl-2,4-imidazolidinedione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxxii. 5-(S)-benzyl-2,4-imidazolidinedione-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxxiii. 5-(R)-benzyl-2,4-imidazolidinedione-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxxiv. 1-benzyl-4-(R)-benzyl-2,5-imidazolidinedione-N-[1-(2-(5-(3-methylbenzyl)-1,3,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;

lxxxv. 1-benzyl-4-(R)-benzyl-2,5-imidazolidinedione-N-[1-(3-(5-(3-trifluoromethylbenzyl)-1,2,4-oxadiazolyl)carbonyl)-2-(S)-methylpropyl]acetamide;  
pharmaceutically acceptable salts thereof;

or combinations thereof.

26.-29. (Canceled)

30. (Previously Presented) The method of Claim 1 wherein the serine protease inhibitor inhibits at least one of trypsin, cathepsin G, tryptase TL-2, factor Xa, elastase, or proteinase-3.